

WEA Nominations Committee Terms of Reference

Last Updated: 23 October 2023

Date of approval by Board of Trustees: 14 December 2023

Purpose of the Committee

The Nominations Committee shall support, guide and facilitate the recruitment and election or appointment of individuals to the Board of Trustees, Committees of the Board of Trustees and Local Advisory Panels (collectively known as governance volunteers), being mindful of the skills needed on the Board, its Committees and Panels and of the democratic values of the Association. The Committee shall also support and guide the appointment of all governance volunteers and support the building of frameworks for the training and development of volunteers and Association members interested in WEA governance.

Membership

The membership of the Nominations Committee will be as follows:

- 4 Trustees, to include the Chair of Trustees, and the Vice Chair (who shall Chair the Committee); and
- 2 Association Members to be nominated by WEA Council.

Members of the Nominations Committee may appoint up to two co-opted members external to the Association, subject to the approval of the Board of Trustees. Any co-opted member so appointed shall serve for a term of two years, renewable at the discretion of the Board of Trustees.

The Chief Executive/General Secretary shall attend the Committee.

Secretariat shall be provided by the Head of Corporate Governance or their nominated representative.

Quorum

A quorum shall be three members of the Nominations Committee, including at least two Trustees.

Frequency of Meetings and Notice

The Nominations Committee will meet at least twice annually, though will consider in agreement with the Chair, the necessity of meeting more often when required. These meetings will be coordinated with the Trustee and Committee calendar so that the Committee's work can dovetail with that of the other Trustee Committees and the Board of Trustees.

Written notice of each meeting, an agenda and supporting papers shall normally be circulated no later than seven working days before the date of the meeting

Reporting

The WEA

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The Board of Trustees will receive minutes of Nominations Committee meetings and will be notified of any key issues through summary update reports to be delivered by the Chair of the Nominations Committee at meetings of the Board of Trustees from time to time.

Responsibilities

Governance Volunteers - Recruitment, Retention & Development

1. To oversee the nomination of individuals for consideration by the Board of Trustees and ensure equitable treatment and a fair process of appointment whether through election, internal or external appointment.
2. To take assurances that every nominee to a Trustee role meets the “fit and proper person” requirement.
3. To oversee the process of checking that every nominee to a governance role meets the statutory eligibility criteria to serve to the relevant voluntary post
4. To assure itself that nominees can and will devote sufficient time to the role.
5. To nominate individuals for (re)appointment, and for appointment in governance roles in accordance with any standards or procedures that may be outlined in the Articles of Association or Regulations.
6. To determine from time to time the process and procedures to be followed in appointing a Chair of Trustees. The incumbent Chair of Trustees may advise, but should not participate in the process of appointing a new Chair of Trustees.
7. To advise on the balance of skills, experience, and knowledge appropriate to WEA’s strategic objectives and democratic values, carrying out regular skills audits of the Board of Trustees, its Committees and Panels to identify any gaps in skills profiles and/or development needs.
8. To oversee the ongoing support and skills development for individuals, each governance group as a whole and for other individuals aspiring to governance appointments.

Appointment

9. To assure itself that all governance appointments have been made in accordance with the Articles and/or Regulations.

Policies, Procedures and Guidelines

10. To maintain the Governance Code of Conduct and Complaints Procedure for Governance Volunteers.
11. To approve policies, procedures and guidelines for the induction, training and development of all governance volunteers.
12. To recommend a Succession Planning Policy for approval by the Board of Trustees and ensure its periodic review.

Other

To undertake any other tasks or functions as may be determined by the Board of Trustees.

Review of the Terms of Reference

The committee shall, at least once a year, and normally at the start of each cycle of business, review its own performance and Terms of Reference to ensure they remain relevant and appropriate.

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